

Fill in this information to identify the case:

United States Bankruptcy Court for the:

**Western District of Texas**Case number (if known): \_\_\_\_\_ Chapter **11**☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy****06/22**

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

**1. Debtor's name****Timekeepers Inc.****2. All other names debtor used in the last 8 years**Include any assumed names, trade names, and *doing business as names***3. Debtor's federal Employer Identification Number (EIN)****7 4 - 2 7 8 4 0 8 8****4. Debtor's address****Principal place of business****Mailing address, if different from principal place of business****1015 S SCHOOL ST**

Number Street

**Boerne, TX 78006**

City State ZIP Code

**Kendall**

County

Number Street

City State ZIP Code

**Location of principal assets, if different from principal place of business**

Number Street

City State ZIP Code

**5. Debtor's website (URL)****6. Type of debtor**☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: \_\_\_\_\_

Debtor Timekeepers Inc.

Case number (if known) \_\_\_\_\_

Name

**7. Describe debtor's business**

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.5 4 1 9**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first subbox. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No

☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☒ No

☐ Yes. Debtor \_\_\_\_\_ Relationship \_\_\_\_\_  
District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

Case number, if known \_\_\_\_\_

List all cases. If more than 1, attach a separate list.

Debtor **Timekeepers Inc.**  
Name

Case number (if known) \_\_\_\_\_

**11. Why is the case filed in this district?**

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard?  
\_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_

Number Street

City

State

ZIP Code

**Is the property insured?**☐ No

☐ Yes. Insurance agency \_\_\_\_\_  
Contact name \_\_\_\_\_  
Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds?**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

☒ 1-49 ☐ 50-99 ☐ 1,000-5,000 ☐ 5,001-10,000 ☐ 25,001-50,000 ☐ 50,000-100,000

☐ 100-199 ☐ 200-999 ☐ 10,001-25,000 ☐ More than 100,000

**15. Estimated assets**

☒ \$0-\$50,000 ☐ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion

☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion

☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion

☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

Debtor **Timekeepers Inc.**  
Name

Case number (if known) \_\_\_\_\_

**16. Estimated liabilities**

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000          | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million           | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million          | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million         | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures****WARNING --**

Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **06/11/2024**  
MM/ DD/ YYYY

**X** **/s/ Shawn Fluitt**  
Signature of authorized representative of debtor

**Shawn Fluitt**  
Printed name

Title **President**

**18. Signature of attorney**

**X** **/s/ Morris E. "Trey" White, III**  
Signature of attorney for debtor

Date **06/11/2024**  
MM/ DD/ YYYY

**Morris E. "Trey" White, III**  
Printed name

**Villa & White LLP**  
Firm name

**100 NE Loop 410 Suite 615**  
Number Street

**San Antonio** **TX** **78216**  
City State ZIP Code

**(210) 225-4500** **treywhite@villawhite.com**  
Contact phone Email address

**24003162** **TX**  
Bar number State

B2030 (Form 2030) (12/15)

# United States Bankruptcy Court

Western District of Texas

In re Timekeepers Inc.

Case No. \_\_\_\_\_

Debtor

Chapter 11

## DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept ..... \$25,000.00

Prior to the filing of this statement I have received ..... \$25,000.00

Balance Due ..... \$0.00

2. The source of the compensation paid to me was:

☐ Debtor ☒ Other (specify) Consolidated Services

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a other person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

B2030 (Form 2030) (12/15)

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

**06/11/2024**

*Date*

**/s/ Morris E. "Trey" White, III**

Morris E. "Trey" White, III

*Signature of Attorney*

Bar Number: 24003162

Villa & White LLP

100 NE Loop 410 Suite 615

San Antonio, TX 78216

Phone: (210) 225-4500

**Villa & White LLP**

*Name of law firm*

Advance Servicing Inc.  
15 Main St  
Holmdel, NJ 07733-2105

Amarillo National Bank  
PO Box 1  
Amarillo, TX 79105

American Express  
PO Box 981531  
El Paso, TX 79998

AT&T  
PO Box 6463  
Carol Stream, IL 60197

Benz & Klumb Lumber Co.  
Inc.  
PO Box 370  
Jourdanton, TX 78026

City of Cotulla  
117 N Front St  
Beeville, TX 78104

Cloudfund LLC  
400 Rella Blvd 165-101  
Suffern, NY 10901

Comdata  
PO Box 1239  
Covington, LA 70434

Darren Brehmer  
1015 N. School St  
Boerne, TX 78006

E Advance Services  
Joseph Obermeister Esq.  
370 Lexington Avenue 801  
New York, NY 10017

Firstbank Southwest  
2401 S. Georgia  
Amarillo, TX 79109

Fundfi Merchant Funding  
David Fogel Esq.  
1225 Franklin Avenue 201  
Garden City, NY 11530

Genuine Technicall Services  
112 E Pecan St 420  
San Antonio, TX 78205

GVTC  
PO Box 660608  
Dallas, TX 75266

La Salle Oil  
40 NE Loop 410 410  
San Antonio, TX 78216

NewCo Capital Group VI LLC  
(Ariel Bouskila Esq.  
1545 US 202 101  
Pomona, NY 10970



Payroll Funding Company  
(PFC)  
10956 Viaje Avenue  
Las Vegas, NV 89101

PICO  
PO Box 1309  
Del Rio, TX 78841

Pilot Thomas  
PO Box 737749  
Dallas, TX 75373

SBA EIDL Loan  
14925 Kingsport  
Fort Worth, TX 76155

Transworld Leasing  
Corportation  
21403 IH-10 West  
San Antonio, TX 78257

Villa & White LLP  
100 NE Loop 410 Suite 615  
San Antonio, TX 78216

**IN THE UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
SAN ANTONIO DIVISION**

IN RE: **Timekeepers Inc.**

CASE NO

CHAPTER 11

**VERIFICATION OF CREDITOR MATRIX**

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date **06/11/2024**

Signature **/s/ Shawn Fluitt**  
Shawn Fluitt, President

Fill in this information to identify the case:

Debtor name Timekeepers Inc.

United States Bankruptcy Court for the:

Western District of Texas

Case number (if known): \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Advance Servicing Inc. 15 Main St Holmdel, NJ 07733-2105						\$60,025.00
2	Amarillo National Bank PO Box 1 Amarillo, TX 79105						\$247,747.27
3	American Express PO Box 981531 El Paso, TX 79998						\$51,960.38
4	AT&T PO Box 6463 Carol Stream, IL 60197						\$15,307.12
5	Benz & Klumb Lumber Co. Inc. PO Box 370 Jourdan, TX 78026						\$51,000.00
6	City of Cotulla 117 N Front St Beeville, TX 78104						\$1,080.40
7	Cloudfund LLC 400 Rella Blvd 165-101 Suffern, NY 10901						\$121,420.00
8	Comdata PO Box 1239 Covington, LA 70434						\$16,140.05

Debtor **Timekeepers Inc.**

Case number (if known) \_\_\_\_\_

Name

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	Darren Brehmer 1015 N. School St Boerne, TX 78006						\$4,919.10
10	E Advance Services Joseph Obermeister Esq. 370 Lexington Avenue 801 New York, NY 10017						\$178,770.00
11	Firstbank Southwest 2401 S. Georgia Amarillo, TX 79109						\$586,478.00
12	Fundfi Merchant Funding David Fogel Esq. 1225 Franklin Avenue 201 Garden City, NY 11530						\$162,500.00
13	Genuine Tecnical Services 112 E Pecan St 420 San Antonio, TX 78205						\$1,154.22
14	GVTC PO Box 660608 Dallas, TX 75266						\$1,080.40
15	NewCo Capital Group VI LLC (Ariel Bouskila Esq. 1545 US 202 101 Pomona, NY 10970						\$265,180.00
16	Payroll Funding Company (PFC) 10956 Viaje Avenue Las Vegas, NV 89101						\$402,766.11
17	PICO PO Box 1309 Del Rio, TX 78841						\$99,541.64
18	Pilot Thomas PO Box 737749 Dallas, TX 75373						\$273,762.64
19	SBA EIDL Loan 14925 Kingsport Fort Worth, TX 76155						\$1,879,513.00
20	Transworld Leasing Corporation 21403 IH-10 West San Antonio, TX 78257						\$172,503.41